

PARTICIPATING ADDENDUM
for
STATE OF NEVADA
WESTERN STATES CONTRACTING ALLIANCE

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ELLUCRE CORPORATION
MASTER PRICE AGREEMENT NO. AR-1469
for
DATA COMMUNICATIONS EQUIPMENT

1. **Scope:** This Participating Addendum adds the State of Nevada as a Participating State to purchase from WSCA Master Price Agreement No. AR-1469 with Ellucore Corporation. All governmental entities within the State of Nevada including all State Agencies, the University and Community College System, the Court System, Legislative Counsel Bureau, Cities, Counties, Public Schools, Institutions of higher education and political subdivisions are authorized to purchase Data Communications Equipment Products and Services under Master Price Agreement No. AR-1469.

Political Subdivision Participation: Participation under this contract by political subdivisions (i.e. colleges, school districts, counties, cities, etc.) will be voluntarily determined by the political subdivision. The contractor agrees to supply the political subdivisions based upon the same terms, conditions and prices.

Purchase Orders: Orders for Nevada State Agencies will be placed by formal purchase order issued by the Nevada State Purchasing Division. All orders will be shipped promptly in accordance with delivery guarantee and invoices shall be submitted to Nevada State Purchasing for payment. Invoices and all correspondence related to an individual order will reflect the purchase order number issued by the Nevada State Purchasing Division.

2. **Changes to Master Price Agreement:** The following provision is applicable to this Participating Addendum only and is in addition to the provisions contained in the Master Price Agreement.

Nevada Quarterly Reporting

Ellucore Corporation will provide a quarterly sales report showing the gross Nevada sales for the quarterly period just ended to the Primary Contact (Paragraph 4. below) in accordance with the following schedule:

<u>Quarter Ending</u>	<u>Report Due</u>
March 31	April 30
June 30	July 31
September 30	October 31
December 31	January 31

The quarterly report will be subtitled by Purchasing Entity name by State agency or political subdivision. The quarterly report will also include any adjustments from prior periods, if applicable.

3. **Definitions** "Equipment" refers to Cisco, Nortel, Foundry, or Proxim/Western Multiplex manufactured channel service units (CSU), digital service units (DSU), multiplexers, routers, hubs, switches, modems, LAN/WAN wireless and other related data communications and IP equipment including upgrade parts and components used for the transmission and receipt of both analog and digital data via a local (LAN) or wide area (WAN) network. Cable, fiber and/or other infrastructure installation components are included. Private Branch Exchange (PBX), telephone key systems and all general purpose computing equipment is excluded from this agreement. The wireline data transport facilities between wide area network locations are excluded from this agreement.

"Equipment and Services Schedule" ("ESS") refers to a complete list, grouped by major product categories, of the equipment, software, services, media and documentation approved by the State for acquisition by procuring agencies. The ESS contains an item number, item description and the maximum price for each product or service. The ESS shall reside on the contractors supplied and maintained web site.

"Internet Protocol" ("IP") refers to the standard that facilitates the movement of packets between computer nodes by forwarding packets based upon destination addresses.

"Local-Area-Network" ("LAN") refers to a high-speed communications system optimized for connecting information-processing equipment within a building or group of buildings. The communications devices that are required to transmit data between buildings via a public or private network are included. "Wide-Area-Network" (WAN) refers to communications networks that connect multiple sites located across a geographic area utilizing various generally accepted transmission methods and protocols.

"Products" refers to equipment, software and documentation or any other item furnished under this agreement but not to services.

"Services" refers to analysis, design, installation, training and maintenance services for eligible equipment. Service may be delivered in accordance with a service description. Professional services related and integral to the implementation or use of the equipment is included, but all forms of application development services or other professional services are excluded from this agreement.

"Service Description" refers to documents which provide information regarding the contractor's and procuring agency's obligations for services provided under this agreement.

"Software" refers to software products listed in the ESS that are used exclusively for the operation of the eligible equipment. Proposed network management software is included. The term "Software" applies to all parts of software, including new releases, updates, and modifications of software. For software, the term "purchase" means "license". Title to software shall not pass to procuring agencies.

"Supplies" refers to paper, diskettes, tapes, ribbons and other forms of generally available consumables and supplies all of which are excluded from the agreement.

4. **Lease Agreements:** Lease agreement terms and conditions have not been approved for use by Purchasing Entities under this Participating Addendum.
5. **Primary Contact:** The primary state government contact for this participating addendum is as follows:

Contact: Marti Marsh
State/Political Entity: Nevada State Purchasing
Address: 209 E. Musser Street, #304
City, State, Zip: Carson City, NV 89701-3716
Phone: (775) 684-0180
Fax: (775) 684-0188
Email: mmarsh@purchasing.state.nv.us

6. **Price Agreement Number:** All purchase orders issued by Purchasing Entities within the jurisdiction of this Participating Addendum shall include the following: Master Price Agreement Number: AR-1469. All purchase orders shall also reference Nevada State Purchasing Division price agreement number 6768.

This participating addendum and the WSCA Master Price Agreement, Number AR-1469 (administered by the State of Utah) together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Master Price Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Price Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Addendum and the Price Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms.

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

Government Entity:

By: Marti Marsh

Name: Marti Marsh

Title: Senior Buyer

Date: November 4, 2002

Contractor:

By: Frank Caruso

Name: FRANK CARUSO

Title: PRES & CEO

Date: NOV. 12, 2002